UTAH COUNTIES INSURANCE POOL

BOARD OF TRUSTEES MEETING

Thursday, November 17, 2011, 6:00 p.m. Lexington Hotel, Sabra Room, 850 South Bluff Street, St. George, UT

AGENDA

6:00	Dinner Provided	
7:00	Call to Order	Kay Blackwell
ITEN	I ACTION	
1	Review/Excuse Board Members Absent	Kay Blackwell
2	Review/Approve October 20, 2011 Meeting Minutes	Steve Wall
3	Ratification and Approval of Payments and Credit Card Transactions	Steve Wall
4	Fluid Studio Rebranding Presentation	Philip Case
5	Review/Approve Third Quarter Financial Statement	Sonya White
6	Review/Approve Proposed Changes to the Fourth Amended Interlocal Cooperation Agreement	Johnnie Miller
7	Review/Approve CRL Liability Retention and Limit	Johnnie Miller
8	Set Date and Time for Closed Meeting to Discuss Character, Professional Competence, Physical/Mental Health of an Individual	Kay Blackwell
9	Action on Personnel Matters	Kay Blackwell
10	Set Date and Time for Closed Meeting to Discuss Pending or Reasonably Imminent Litigation	Kay Blackwell
11	Action on Litigation Matters	Kent Sundberg
	INFORMATION	
12	Trustee Report from AGRIP	Steve Wall
13	Nominating Committee Report	Jim Eardley
14	Chief Executive Officer's Report	Johnnie Miller
15	Annual Membership Meeting Schedule	Sonya White
16	Other Business	Kay Blackwell

Entity: Utah Counties Insurance Pool

Public Body: Board of Trustees

Subject:	Other
Notice Title:	Board of Trustees Meeting
Meeting Location:	850 South Bluff Street St. George 84770
Notice Date & Time:	November 17, 2011 6:00 PM - 9:00 PM
Description/Agenda:	Call to Order Review/Excuse Board Members Absent Review/Excuse Board Members Absent Review/Approve October 20, 2011 Meeting Minutes Ratification and Approval of Payments and Credit Card Transactions Pluid Stubending Presentaing Presentained Review/Approve Third Quarter Financial Statement Review/Approve Third Quarter Financial Statement Review/Approve CRL Liability Retention and Limit Set Jeat and Time for Closed Meeting to Discuss Character, Professional Competence, Physical/Mental Health of an Individual Action on Personnel Matters Set Date and Time for Closed Meeting to Discuss Pending or Reasonably Imminent Litigation Action on Litigation Matters Trustee Report from AGRIP Nominating Committee Report Chief Executive Officer's Report Annual Membership Meeting Schedule Other Business
Notice of Special Accommodations:	In compliance with the Americans with Disabilities Act, individuals needing special accommodations (including auxiliary communicative aids and services) during this meeting should notify Sonya White at the Utah Counties Insurance Pool, PO Box 760, Midvale, UT 84047, or call 800-339-4070, at least three days prior to the meeting.
Notice of Electronic or telephone participation:	Any Member of the Utah Counties Insurance Pool Board of Trustees may participate telephonically.
Other information: Contact Information:	Sonya White 801-565-8500 sonya@ucip.utah.gov
Posted on:	November 14, 2011 03:24 PM

11/14/2011 3:26 PM

1 of 2

Last edited on:

November 14, 2011 03:24 PM

Printed from Utah's Public Notice Website (http://pmn.utah.gov/)

2 of 2



BOARD OF TRUSTEES' MEETING MINUTES

November 17, 2011, 7:00 pm Lexington Hotel, 850 South Bluff Street, St. George, UT

BOARD MEMBERS PRESENT

Kay Blackwell, President, Piute County Commissioner

Jim Eardley, Vice President, Washington County Commissioner Steve Wall, Secretary-Treasurer, Sevier County Clerk/Auditor

Bruce Adams, San Juan County Commissioner Gary Anderson, Utah County Commissioner Craig Dearden, Weber County Commissioner

Marilyn Gillette, Tooele County Clerk

Brad Dee, Weber County Human Resources Director

Jerry Hurst, Tooele County Commissioner Karla Johnson, Kane County Clerk/Auditor Bret Millburn, Davis County Commissioner Cameron Noel, Beaver County Sheriff

Kent Sundberg, Utah County Deputy Attorney

OTHERS PRESENT

Johnnie Miller, UCIP Chief Executive Officer Sonya White, UCIP Manager of Administration Mark Brady, UCIP Loss Control Manager

Philip Case, Fluid Studio Business Development Manager

Call to Order

Kay Blackwell called this meeting of the Utah Counties Insurance Pool Board of Trustees to order at 7:00 p.m. on November 17, 2011 and welcomed those in attendance.

Review/Excuse Board Members Absent

All Trustees were in attendance at this meeting.

Approve October 20, 2011 Meeting Minutes

The minutes, of the Board of Trustees meeting held October 20, 2011, were previously sent to the Board Members for review (see attachment number one). Steve Wall made a motion to approve the October 20, 2011 meeting minutes as written. Gary Anderson seconded the motion, which passed unanimously.

Ratification and Approval of Payments and Credit Card Transactions

Steve Wall reviewed the payments made, payments to be made and credit card transactions with the Board. Karla Johnson made a motion to approve the payments made, payments to be made and credit card transactions. Jerry Hurst seconded the motion, which passed unanimously.

Fluid Studio Rebranding Presentation

Philip Case explained that while redesigning the UCIP website there is also an opportunity for rebranding of the Pool. Philip explained the elements of a brand (see attachment number two). A brand strategy is an emotionally shared vision and Fluid wants to help UCIP convey professionalism, trust, enhance awareness and value to the members. Brad Dee commented that, 'the target audience is limited but very important'. Johnnie Miller commented that, 'the perception of the members should be that UCIP is their risk management department, not a vendor or commodity'. The Board was happy with the redesign of the website but wanted the logo to stand out more. Philip will continue to work with UCIP staff on the website that will be enhanced, professional and more user friendly.

Review/Approve Third Quarter Financial Statements

The Third Quarter Financial Statements were previously sent to the Board Members for review (see attachment number three). Sonya White reported that UCIP is showing a negative net income due to an increase of \$454,000 in reserves from the second to the third quarter. The actuary is using projected losses of \$3,570,000, pro-rated quarterly, minus paid losses. By continuing to use the pro-rata, a more realistic number will not be estimated until the end of the year when the actuary has more accurate current year loss data. The Pool may see a negative net income throughout the year with losses being booked this way. Johnnie Miller indicated that staff could work with the auditors and actuaries if the Board would like the quarterly reports to be more accurate. The consensus of the Board was that it was not necessary and to continue to use the pro-rated value of estimated losses provided by the actuary. The percent of budget to actual is at 78% with the year 75% complete. On page six of the notes, the Custodial Credit Risk is at \$2,078,394 over FDIC insurance. This is due to the timing of a claim settlement payment. Monies were transferred into the account on September 27 and the claim paid on October 7.

Review/Approve Proposed Changes to the Fourth Amended Interlocal Cooperation Agreement

The proposed amendments to the Fourth Interlocal Cooperation Agreement were previously sent to the Board Members for review (see attachment number four). Johnnie Miller reported that the entity name change from *Utah Counties Insurance Pool* to *Utah Counties Indemnity Pool* is being proposed in the Fifth Amended Interlocal Cooperation Agreement. The proposed amendments were emailed to the membership 30 days in advance of the Membership Meeting. Kent Sundberg noted that *Fourth* to *Fifth* needs to be changed in areas of the document. The corrections will be made and proposed to the membership on December 1 to approve the execution by each member's governing board. Marilyn Gillette made a motion to approve the proposed changes to the Fourth Amended Interlocal Cooperation Agreement to be presented to the membership at its annual meeting. Bret Millburn seconded the motion, which passed unanimously.

Review/Approve CRL Liability Retention and Limit

Johnnie Miller provided the Board with a liability limit coverage comparison (see attachment number five) to increase the \$250,000 self-insured retention to \$300,000. There would only be a reinsurance premium savings of \$2,400. UCIP is still in a surplus building mode and the \$250,000 adequately protects surplus. To increase the \$2,000,000 reinsurance limit to \$2,500,000 the additional cost is \$85,000. This amount was already estimated in the 2012 budget and premium indication. To increase the limit an additional \$500,000 would be an additional \$64,000 and may require a rate increase in 2013. UCIP has had only one case in 20 years that reached the \$2,000,000 limit. Gary Anderson made a motion to approve the \$250,000 retention and the \$2,500,000 limit. Marilyn Gillette seconded the motion, which passed unanimously.

Set Date and Time for Closed Meeting

Bruce Adams made a motion to *Set Date and Time for a Closed Meeting to Discuss Character, Professional Competence, Physical/Mental Health of an Individual* for 8:20 p.m. on November 17, 2011. Craig Dearden seconded the motion, which passed unanimously. Board Members present at the closed meeting were: Kay Blackwell, Jim Eardley, Steve Wall, Bruce Adams, Gary Anderson, Craig Dearden, Brad Dee, Marilyn Gillette, Jerry Hurst, Karla Johnson, Bret Millburn, Cameron Noel and Kent Sundberg.

The regular meeting resumed at 8:30 p.m. on November 17, 2011.

Action on Personnel Matters

Steve Wall made a motion to strike agenda item: *Action on Personnel Matters*. Bret Millburn seconded the motion, which passed unanimously.

Set Date and Time for Closed Meeting

Craig Dearden made a motion to *Set Date and Time for a Closed Meeting to Discuss Pending or Reasonably Imminent Litigation* for 8:35 p.m. on November 17, 2011. Gary Anderson seconded the motion, which passed unanimously. Board Members present at the closed meeting were: Kay Blackwell, Jim Eardley, Steve Wall, Bruce Adams, Gary Anderson, Craig Dearden, Brad Dee, Marilyn Gillette, Jerry Hurst, Karla Johnson, Bret Millburn, Cameron Noel and Kent Sundberg. Also present were: Johnnie Miller, Sonya White and Mark Brady.

The regular meeting resumed at 8:40 p.m. on November 17, 2011.

Action on Litigation Matters

Kent Sundberg made a motion authorizing settlement in an amount up to \$100,000 in the matter of WAS000159201. Gary Anderson seconded the motion, which passed unanimously.

Trustee Report from AGRIP

Steve Wall reported that Bruce Adams, Craig Dearden, Marilyn Gillette, Kent Sundberg and he attended the AGRIP Governance Conference in Atlanta along with Johnnie Miller and Sonya White. New Trustees attended *Pool Basics* and *Parliamentary Procedures* sessions. Other sessions included: *Follow Your Compass*, staying on course with your plans and goals; *Government Leadership Skills*, Board Members should ask for options from staff not just recommendations; *Audits and Operations*, necessary if the Governing Board feels that members have concerns with Pool operations; and a motivational presentation on verbal and nonverbal communication that can help build a cohesive service culture.

Nominating Committee Report

Jim Eardley reported that the Nominating Committee met to review the nominations for the Trustee positions up for election. Those member officials/employees willing to serve and that will be placed on the ballot for vote at the Annual Membership Meeting are: Marilyn Gillette and Mike Wilkins (Third Class Counties Representative); and Karla Johnson, Daron Smith and Jim Smith (At-Large Representative).

Chief Executive Officer's Report

Johnnie Miller reported that as of the last Board Meeting, he attended the AGRIP Governance Conference, the new Kane County Public Safety Complex open house and the Sheriff's Association meeting with the Attorney General's Office regarding issues with the Federal Government in stopping and ticketing persons outside their jurisdiction. Cameron Noel, as a Board Member of the Western States Sheriffs, provided more background and information on this escalating problem. Johnnie met with Garfield County officials in regards to their courthouse remodel and the temporary facilities being used as offices. A property loss control report has been submitted to the reinsurance carrier on this matter. Mark Brady has been busy meeting and conducting training in counties to complete the year.

Annual Membership Meeting Schedule

Sonya White provided the Board with a copy of the agenda for the December 1 Annual Membership Meeting (see attachment number six). Assignments were made to Trustees for the meeting and presentations.

Other Business

The next meeting of the Board of Trustees is scheduled for December 15, 2011 at 12:00 p.m. at the UCIP offices.

Approved on this 15 day of December 2011

Steve Wall Secretary/Treasurer

UCII

UTAH COUNTIES INDEMNITY POOL est. 1992

MENU

ABOUT US

COORDINATOR

PROGRAMS

RISK MANAGEMENT MEETINGS

Counties. Pool is a practical extension of local government's

obligation to be a good steward of public funds.

Established in 1992, the Utah Counties Indemnity Pool was created by Counties, is owned by Counties and governed by

WELCOME

TRAINING

LINKS

PO Box 95730 South Jordan, UT 84095-0730 801-565-8500





CALENDAR

HOTLINES

LIBRARY

FACILITIES MANAGEMENT CONFERENCE

March 21-22, 2012

UCIP Training Room South Jordan

READ MORE "



What's New?

POOL NAME CHANGE

The Board of Trustees recommends that the Members approve the new name of its entity to the Utah Counties Indemnity Pool by executing the Fifth Amended Interlocal Cooperation Agreement.

READ MORE

GROUP HOME HOTLINE

UCIP is finalizing the set-up of a new hotline for qualified personnel to receive advise from an attorney recognized as a group homes expert; the first two hours of counsel are paid for by UCIP.

READ MORE "

For more on What's New read the POOL POST UCIP's Quarterly Newsletter



INDEMNITY POOL UTAH COUNTIES est. 1992

MENU

ABOUT US

COORDINATOR TOOLS

PROGRAMS

MANAGEMENT

MEETINGS

TRAINING

LINKS

South Jordan, UT PO Box 95730 84095-0730







commenced its operation as a public agency insurance mutual January of are parties to the Fifth Amended Interlocal Cooperation Agreement. nized in accordance with the Utah Insurance Code and the Utah Interlocal The Utah Counties Indemnity Pool is a public agency insurance mutual orga-Participating Member Counties formed the Utah Counties Indemnity Pool and Cooperation Act. Membership in the Pool is restricted to Utah counties that the late 1980's and in some instances, coverage became unavailable. Couninsurance industry, insurance costs to many counties rose dramatically during risks at a cost that would be level over time. Due to the cyclical nature of the exposures of counties and provide services necessary to properly manage coverage through existing insurance markets that would cover the unique 1992. One major reason for that action was the inability of counties to obtain to accomplish the following goals: consultants, invested considerably in both time and money to create an entity ties, together with the Utah Association of Counties staff and professional

- Provide coverage for unique exposures of members;
- Stabilize premiums;
- Maximize the input and control of county officials;
- Develop and provide high quality services, designed for counties:
- Create equity for the members.

were exempted from most provisions of the Utah Insurance Code and from Mutual Amendments. Effective July 1, 2002, public agency insurance mutuals of the Utah Legislature passed Senate Bill 48, Public Agency Insurance expectations regarding stability, service and costs. The 2002 General Session state associations of counties have been very successful in meeting members coverage and risk management problems. In fact, many entities formed by associations that have formed similar pools to provide a long-term answer to In so doing, Utah counties followed the example of many other public entity considerable accounting and auditing expenses. regulation by the Utah Insurance Department, saving UCIP and its members

only Utah counties are members of the Pool, the services of the Pool specifiprovided many services and advantages unavailable elsewhere. Because Since 1992 the Pool has consistently responded to the needs of members and cally focus on the needs of counties and county controlled entities

* COMMITTEES of the MEMBERS

bers on various committees. The Pool encourages the participation of mem-

strategies, litigation trends inside and outside the Attorneys. The Committee meets regularly to prised of County Attorneys and Deputy County counties often attend the Committee meetings to scheduled meetings. Officials from member makes recommendations to the Board at regularly Chair, who also is a Trustee, then reports and counsel to individual cases. The Committee attorneys from which the claims manager assigns Pool and to review the list of approved defense discuss individual claims, claims administration The Litigation Management Committee is comprovide input or request certain action on a

Current Members

Kent Sundberg, Chair, Utah County Deputy Attorney

Brock Belnap, Washington County Attorney

David Blackwell, Emery County Attorney

Dale Eyre, Sevier County Attorney

Doug Hogan, Tooele County Attorney

James Swink, Cache County Attorney

Dave Wilson, Weber County Deputy Attorney

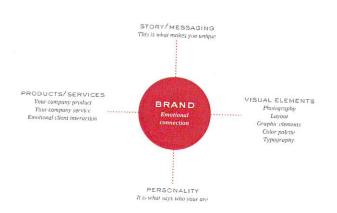
law enforcement. Members of the County Sheriff A significant exposure of county government is



Branding.

THE ELEMENTS OF A BRAND

Implemented to collateral materials



MESSAGING IMPLEMENTATION



Branding, Messaging & Positioning Examples.

Utah Counties Indemnity Pool

News Management 17, 2011

Brand Strategy

(emotionally shared vision)

Shift Perception.

Thursday, November 17, 2011

CONTRACTOR AND A

- Shift Perception.
- Create a Common Vision.

- Shift Perception.
- Create a Common Vision.
- Consistent Representation.

Thursday, November 17, 20

Thursday, November 17, 2011

- Shift Perception.
- Create a Common Vision.
- Consistent Representation.
- Enhance Awareness.

- Shift Perception.
- Create a Common Vision.
- Consistent Representation.
- Enhance Awareness.
- Shed Stereotypes.

Thursday, November 17, 2011

Thursday November 17, 2011

- What does UCIP stand for today?
- What does UCIP stand for today?
- What should UCIP stand for in the future?

Thursday, November 17, 201

- What does UCIP stand for today?
- What should UCIP stand for in the future?
- What will make UCIP unique?

Business Practices.

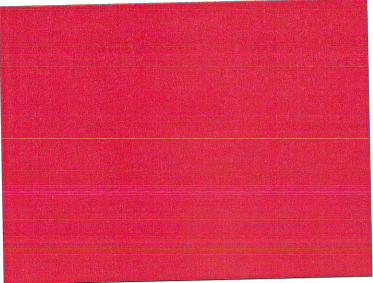
Thursday, November 17, 2011

How will we make this positioning a reality?

- How will we make this positioning a reality?
- How do we measure success?

Define Clear Objectives

Understand the Target Audience(s)



County Commissioners

County Commissioners
County Attorneys

- County Commissioners
 County Attorneys
 Clerk Auditors

- **County Commissioners**
- **County Attorneys**
- Clerk Auditors
- **County Sheriffs**

- **County Commissioners**
- **County Attorneys**
- Clerk Auditors
- **County Sheriffs**
- Personnel Managers

Thursday, November 17, 201

Thursday November 17, 2011

- **County Commissioners**
- **County Attorneys**
- Clerk Auditors
- **County Sheriffs**
- Personnel Managers
- State Offices/Agencies



Identify Current Brand Image

Thursday, November 17, 2011

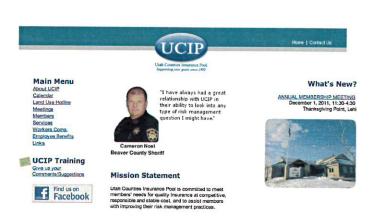
- What associations are linked with UCIP?
- Has the image of UCIP changed over time?

Thursday, November 17, 2011

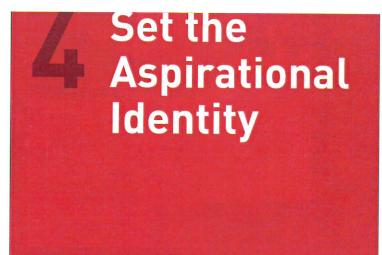
What is the current personality?

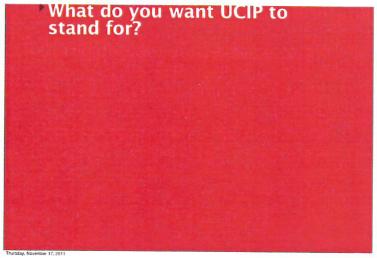
- What is the current personality?
- What visual imagery does UCIP evoke?

Thursday November 17, 201









- What do you want UCIP to stand for?
- What associations do you want people to think of?
- What do you want UCIP to stand for?
- What associations do you want people to think of?
- What is the ideal personality of UCIP?

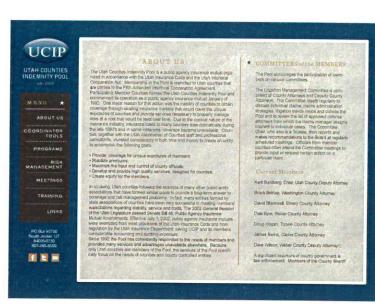
Thursday November 17, 2011

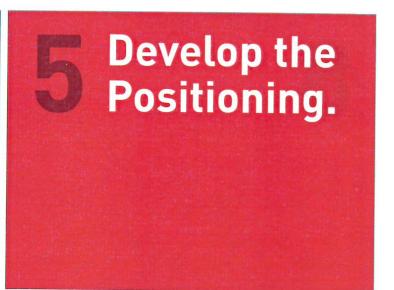
Thursday November 17, 2011

- What do you want UCIP to stand for?
- What associations do you want people to think of?
- What is the ideal personality of UCIP?
- What type of experience would you like to have here?



Thursday, November 17, 2011







The Brand Strategy.



Measure Success.

Monitor the success with key audiences.

- Monitor the success with key audiences.
- Measure the effectiveness over time.
- Monitor the success with key audiences.
- Measure the effectiveness over time.
- Brand metrics in conjunction with economic and community development metrics.

- 1. Define Clear Objectives
- Define Clear Objectives
 Understand Target Audience

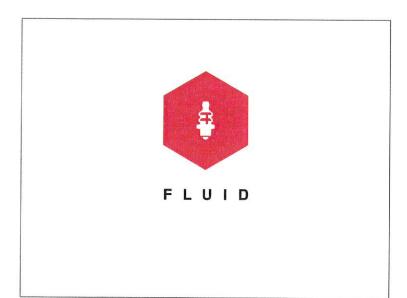
- 1. Define Clear Objectives
- 2. Understand Target Audience
- 3. Identify Current Brand Image
- 1. Define Clear Objectives
- 2. Understand Target Audience
- 3. Identify Current Brand Image
- 4. Set the Aspirational Identity

- 1. Define Clear Objectives
- 2. Understand Target Audience
- 3. Identify Current Brand Image
- 4. Set the Aspirational Identity
- 5. Develop the Positioning

- 1. Define Clear Objectives
- 2. Understand Target Audience
- 3. Identify Current Brand Image
- 4. Set the Aspirational Identity
- 5. Develop the Positioning
- 6. Create Value Propositions

- 1. Define Clear Objectives
- 2. Understand Target Audience
- 3. Identify Current Brand Image
- 4. Set the Aspirational Identity
- 5. Develop the Positioning
- 6. Create Value Propositions
- 7. Execute the Brand Strategy

- 1. Define Clear Objectives
- 2. Understand Target Audience
- 3. Identify Current Brand Image
- 4. Set the Aspirational Identity
- 5. Develop the Positioning
- 6. Create Value Propositions
- 7. Execute the Brand Strategy
- 8. Measure Success



Sonya White

From:

S. Philip Case <philipc@fluid-studio.net>

Sent:

Thursday, November 17, 2011 11:11 PM

To:

Sonya White; Johnnie Miller

Cc:

Jennifer Barnes

Subject:

Re: Presentation from UCIP St. George Board Meeting

Notes below that I referenced tonight in our meeting:

Branding and messaging to our own members:

- Who we are
- What we do

Commissioners

Clerk/Auditors

County Attorney

Sheriff/Law Enforcement

Personnel Managers

State Level

- Attorney General
- Legislature
- State Risk Management
- Governor's Office

They created this organization & they should be using it.

- Employees of the Counties

Current Personality (Perceived or aspirational)

- Best Employee that they have
- Subservient to them
- Want to have them clone us in every department
- We listen to them, professionally, done on time
- Great Customer Service
- Experts in what we do
- Develop coverages based on what the Counties tell us they need
- Ownership Equity (in the bank)

Internal Advocacy amount county officials

- Clerk Auditors
- County Attorneys
- Commissioners

NOT another insurance option (Winning you over)

- Not trying to wine & dine

Awareness

- New official trying to save them money rather than going with private insurance option

Have a story and tell it
- Testimonials (video)

"Go to guy"

- Best Employee
- Don't hesitate to come and talk with them
- Understanding

- Friendly
- Fun
- Great to work with
- Trust
- Every Event
- Present & Front of Mind
- Transparency
- Take responsibility of actions whether good or bad

"Supporting your goals since 1992"

"Risk Management by Counties/For Counties"

Doing more with less:

- Lean Management
- Why less staff
- Taking a close look at programs
- Efficiency & looking forward to the future

Phil Case Business Development Manager

Fluid Studio 801.362.9991 Cell 801.295.9820 x39 Direct www.linked in.com/in/philcase

Tweet me @casephilip www.fluid-studio.net

On 11/17/11 11:01 PM, "S. Philip Case" <philipc@fluid-studio.net> wrote:

Johnnie & Sonya,

Thanks again for the opportunity to present to and hear feedback directly from the UCIP board. I thought there was a lot of good insight, insight, perspective and direction given by the Board that we can work with you in beginning to implement with the new website and for the UCIP Branding, Positioning and Messaging.

Attached is the presentation I used tonight for UCIP that you can keep or pass along to Board members if you see fit.

I would love to talk further about the meeting and other feedback you received. Please let me know if you have a few minutes to discuss by phone Monday AM.

Phil

PHIL CASE

Business Development Manager

FLUID STUDIO

801.362.9991 Cell 801.295.9820 x39 Direct www.linkedin.com/in/philcase

Tweet me @casephilip www.fluid-studio.net

PHIL CASE

Business Development Manager

FLUID STUDIO

801.362.9991 Cell 801.295.9820 x39 Direct www.linkedin.com/in/philcase

Tweet me @casephilip www.fluid-studio.net

No virus found in this message.

Checked by AVG - www.avg.com

Version: 2012.0.1869 / Virus Database: 2092/4624 - Release Date: 11/18/11

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FINANCIAL STATEMENTS

Quarter Ending September 30, 2011

To the Board of Trustees:

I have compiled the accompanying, in-house prepared, unaudited account balances arising from cash transactions and from accrual transaction of the Utah Counties Insurance Pool as of 7/30/2011 and accompanying notes to basic financial statements.

Sonya White Manager of Administration 801-307-2113 @ucip.utah.

Reviewed this	day of	, 2011
Ву:		

Utah Counties Insurance Pool

Statement of Net Assets

As of September 30, 2011

	Sep 30, 2011	Sep 30, 2010	Dec 31, 2010
ASSETS			
Current Assets	44 004 000 27	10,482,772.25	9,076,334.00
Total Checking/Savings	11,381,098.37 0.00	44,882.52	1,517,631.00
Accounts Receivable	145,492.36	172,444.43	145,492.00
Excess Recoverable	553,383.50	547,842.25	219,632.00
Prepaid Reinsurance Total Current Assets	12,079,974.23	11,247,941.45	10,959,089.00
Fixed Assets	000 074 00	272,827.74	289,510.00
Capital Assets	292,074.02	(194,825.13)	-183,060.00
Accumulated Depreciation	(198,950.62) 494,445.53	494,445.53	494,446.00
Land	587,267.00	362,335.00	587,263.00
Capital (CRL)	11,336.22	11,336.22	11,336.00
Security Deposit Total Fixed Assets	1,186,172.15	946,119.36	1,199,495.00
TOTAL ASSETS	13,266,146.38	12,194,060.81	12,158,584.00
LIABILITIES & EQUITY Liabilities Reserves Unearned Premiums Accounts Payable Payroll Liabilities Sick Payable Vacation Payable Total Liabilities	7,189,475.00 1,486,684.25 0.00 1,339.82 18,547.86 15,551.59 8,711,598.52	6,622,414.05 1,422,573.25 17,502.59 999.61 14,725.66 10,681.52 8,088,896.68	6,636,401.00 719,028.00 28,012.00 1,450.00 16,660.32 12,106.54 7,413,657.86
Equity	600,897.00	596,840.00	600,897.00
Capital Assets Unrestricted	4,143,570.16	3,652,958.67	3,648,901.00
Net Income	(189,919.30)	(144,634.54)	495,129.00
Total Equity	4,554,547.86	4,105,164.13	4,744,927.00
TOTAL LIABILITIES & EQUITY	13,266,146.38	12,194,060.81	12,158,584.86

Utah Counties Insurance Pool

Statements of Revenues, Expenses and Changes in Net Assets As of September 30, 2011

	III.			
	Jan - Sep 11	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Income				
Conferences	17,764.00	6,500.00	11,264.00	273.29%
Investment Income	49,436.44	55,000.00	-5,563.56	89.88%
Management Fees	2,317.79	3,000.00	-682.21	77.26%
Premiums	4,460,161.29	6,190,000.00	-1,729,838.71	72.05%
Premiums Audit	400.94	0.00	400.94	100.0%
Total Income	4,530,080.46	6,254,500.00	-1,724,419.54	72.43%
Expense				
Board of Trustees	28,368.00	40,000.00	-11,632.00	70.92%
Depreciation	15,890.79	35,000.00	-19,109.21	45.4%
Loss Control	38,230.51	42,650.00	-4,419,49	89.64%
Losses Incurred	553,074.00	570,000.00	-16,926.00	97.03%
Losses Paid	2,372,252.15	3,000,000.00	-627,747.85	79.08%
Marketing	8,357.84	16,000.00	-7,642.16	52.24%
Office Operations	129,424.37	220,000.00	-90,575.63	58.83%
Professional Services	35,081.75	77,300.00	-42,218.25	45.38%
Reinsurance Coverage	1,024,383.00	1,311,990.00	-287,607.00	78.08%
Staff	514,937.35	757,090.00	-242,152.65	68.02%
Total Expense	4,719,999.76	6,070,030.00	-1,350,030.24	77.76%
Net Ordinary Income	-189,919.30	184,470.00		
t Income	-189,919.30	184,470.00		

Utah Counties Insurance Pool

Statement of Cash Flows As of September 30, 2011

	Jan - Sep 11
OPERATING ACTIVITIES	
Net Income	-189,919.30
Adjustments to reconcile Net Income	
to net cash provided by operations:	
Accounts Receivable	1,517,170.10
Prepaid Reinsurance	-333,751.00
Accounts Payable	-28,012.02
Payroll Liabilities	-109.76
Sick Payable	1,887.54
Vacation Payable	3,445.05
Premiums Paid in Advance	-719,028.02
Unearned Premiums	1,486,684.25
Net cash provided by Operating Activities	1,738,366.84
INVESTING ACTIVITIES	
Accumulated Depreciation	15,890.79
Capital Assets	-2,562.85
Capital (CRL)	-4.00
Net cash provided by Investing Activities	13,323.94
FINANCING ACTIVITIES	
IBNR Reserves	673,921.00
Loss Reserves	-147,184.00
ULAE Reserves	26,337.00
Net cash provided by Financing Activities	553,074.00
Net cash increase for period	2,304,764.78
Cash at beginning of period	9,076,333.59
Cash at end of period	11,381,098.37

UTAH COUNTIES INSURANCE POOL

Notes to Basic Financial Statements

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Operations

Utah Counties Insurance Pool (the Pool or UCIP) was incorporated in December 1991 as the Utah Association of Counties Insurance Mutual (the Mutual). In July 2003, the Mutual was renamed the Utah Counties Insurance Pool. The Pool is a non-profit public agency insurance mutual under the insurance statutes of the State of Utah and is an Interlocal entity formed under section 11-13-101 et. seq. *Utah Code Annotated, 1953* as amended, as a joint program to insure risks for counties who enter into the Interlocal agreement that creates UCIP. The Pool started providing workers' compensation coverage effective January 1, 2004. As of January 1, 2010, the Pool has a Joint Purchase Agreement with the Workers Compensation Fund to provide workers' compensation coverage to UCIP members. All of the Pool's business activities are conducted in the State of Utah.

Accounting Principles

These financial statements are presented in accordance with accounting principles generally accepted in the United States of America (GAAP) and standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States. The Pool adopted Governmental Accounting Standards Board Statement No 34, *Basic Financial Statements and Management's Discussion and Analysis for State and Local Governments* (GASB Statement 34), GASB Statement No. 37, *Basic Financial Statements and Management's Discussion and Analysis for State and Local Governments: Omnibus*, and GASB Statement No. 38, *Certain Financial Statement Disclosures*, in fiscal year 2002, effective January 1, 2001. Effective January 1, 2004, the Pool adopted GASB Statement No. 40, *Deposit and Investment Risk Disclosures*. With the implementation of these statements, the Pool has prepared a balance sheet classified between current and noncurrent assets and liabilities, has categorized net assets as invested in capital assets and unrestricted, and has prepared the statements of cash flows on the direct method to better communicate the financial status of the governmental entity.

The accounting policies of the Pool conform to accounting principles generally accepted in the United States of America in all material respects. In accordance with GASB Statement No. 20, Accounting and Financial Reporting for Proprietary Fund and Other Governmental Entities That Use Proprietary Fund Accounting, the Pool has opted to apply all pronouncements issued by the Financial Accounting Standards Board ("FASB") after November 1989, unless the FASB pronouncements conflict with or contradict GASB pronouncements. The following is a summary of the more significant of such policies.

Basis of Accounting

The Pool reports as a single enterprise fund and uses the accrual method of accounting and the economic resources measurement focus. Under this method, revenues are recognized when they are earned and expenses are recognized when they are incurred.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities. It also requires disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. The estimates which are particularly susceptible to change are related to the actuarial valuation of the claims incurred but not reported and loss reserves. Actual results could differ from those estimates.

Income Taxes

The Pool is exempt from the payment of income taxes under Section 115 of the Internal Revenue Code.

Contributions

Contributions are collected annually on January 1. Contributions are earned on a pro rata basis over the policy term.

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Pool considers all highly liquid debt instruments with maturities of three months or less to be cash equivalents. Therefore, the investments in the Utah Public Treasurers' Fund, business market funds and cash on deposit are considered to be cash equivalents.

<u>Investments</u>

Investments are comprised of various U.S. Government securities, certificates of deposit and investments in County Reinsurance Limited (CRL).

The investments in CRL are valued using the equity method of accounting. Under the equity method, the Pool recognizes its proportionate share of the net earnings or losses of CRL which represents its share of the undistributed earnings or losses of CRL.

Capital Assets

Capital assets are defined by the Pool as assets with an initial individual cost of more than \$500. Capital assets are stated at cost less accumulated depreciation. Depreciation on furniture, equipment and electronic data processing equipment is provided over the estimated useful lives of the assets on the straight-line method. Useful lives vary from three to five years. Depreciation expense for the current year, as of the quarter ending September 30, 2011, amounted to \$15,891.

Compensated Absences

Accumulated unpaid vacation and sick pay amounts are accrued when benefits vest to employees and the unpaid liability is reflected as compensated absences payable.

Reserves for Losses and Loss Adjustment Expenses

The reserves for losses and loss adjustment expenses include an amount determined from individual case estimates and loss reports and an amount based on past experience for losses incurred but not reported. Such liabilities are necessarily based on assumptions and estimates and while management believes that amounts are adequate, the ultimate liability may be in excess of or less than the amount provided. The methods for making such estimates and for establishing the resulting liabilities are reviewed quarterly and any adjustments are reflected in the period determined.

2. CASH AND CASH EQUIVALENTS AND INVESTMENTS

Listed below is a summary of the cash and investment portfolios as of September 30, 2011. Investing is governed by the prudent man rule in accordance with statues of the State of Utah. All investments of the Pool are considered to have been made in accordance with these governing statues.

Cash and cash equivalents

Cash and cash equivalents of the Pool are carried at cost. The carrying amount of the cash on deposit, net of outstanding checks, is **\$2,328,394** as of September 30, 2011. As of September 30, 2011, **\$250,000** of the Pool's cash on deposit was insured by the FDIC.

The Public Treasurers' Investment Fund (PTIF) is a pooled investment fund enabling public agencies to benefit from the higher yields offered on large denomination securities. The PTIF is similar in nature to a money market fund, but the PTIF is subject to the Money Management Act and Rules of the Money Management Council and all investments in PTIF are considered to be in compliance with the Utah Money Management Act. The PTIF invests in corporate debt, U.S. Agency notes, certificates of deposit and commercial paper. The maximum final maturity of any security invested in by the PTIF is limited to five years. The maximum weighted average life of the portfolio is limited to 90 days. There is no maturity date on an entity's investment in the PTIF. PTIF deposits are not insured or otherwise guaranteed by the State of Utah. Participants in the PTIF pay an administrative charge on an annual basis based on the average account balance. The PTIF is operated as a service to local governments and does not generate a profit to the Utah State Treasurer.

Custodial Credit Risk

The custodial credit risk for deposits is the risk that, in the event of the failure of a depository financial institution, a government will not be able to recover deposits or will not be able to recover collateral securities that are in the possession of an outside party. As of September 30, 2011, the Pool had amounts over FDIC insurance of \$2,078,394. As of September 30, 2011, the Pool had amounts over SIPC insurance of \$0.

As of September 30, 2011, the Pool's cash and cash equivalents and investments included the following:

	2011
Cash on Deposit	2,328,394
Utah Public Treasurer's Investment Fund:	
Held by the Pool	9,052,705
Total Cash and Cash Equivalents	11,381,098
Equity Investment in CRL	587,267
Total Investments	587,267
Total Cash and Cash Equivalents	
and Investments	11,968,365

Investments

All investments are through the Public Treasurer's Investment Fund and County Reinsurance Limited. The Pool records investments in CRL using the equity method of accounting. Investments in CRL are provided annually. The recorded value in CRL as of September 30, 2011 is as follows:

	2011									
	Α	Cost/ mortized Cost	U	Gross nrealized Gains	Unr	ross ealized esses		Fair Value	S	tatement Value
Equity Investment in CRL	\$	367,931	\$	219,336	\$		\$	587,267	\$	587,267
Total Investments	\$	367,931	\$	219,336	\$:	\$	587,267	\$	587,267

Interest Rate Risk

Currently the Pool utilizes the Public Treasurer's Investment Fund (PTIF) to manage interest rate risk.

3. <u>INTEREST RATES</u>

The interest rates for assets held with the Utah Public Treasurers' Investment Fund was **.5879** as of September 30, 2011.

4. INVESTMENT INCOME

Investment income is comprised of interest on securities and cash and equity in CRL.

5. CAPITAL ASSETS

The capital assets and related accumulated depreciation of the Pool are:

		20	11		
	eginning Balance	Capital quisitions	Dispos	itions	Ending Balance
Land	\$ 494,446	\$ =	\$	7=17	\$ 494,446
Capital Assets	\$ 289,510	\$ 2,564	\$		\$ 292,074
	\$ 783,956	\$ 2,564	\$	=)	\$ 786,520
	eginning Balance	preciation Expense	Dispos	itions	Ending Balance
Accumulated Depreciation	\$ 183,059	\$ 15,891	\$	-	\$ 198,950

6. CONTINGENCIES

The Pool is subject to litigation from the settlement of claims contested in the normal course of business. The losses from the actual settlement of such unknown claims are taken into consideration in the computation of the estimated unpaid loss and loss adjustment expense liabilities.

7. REINSURANCE

Effective 2003, the Pool has purchased only specific excess coverage. The agreement provides for liability insurance in excess of a \$250,000 self-insured retention and property and crime insurance in excess of a \$250,000 self-insured retention.

Estimated claims loss liabilities are stated net of estimated losses applicable to reinsurance coverage ceded to other insurance companies of \$2,447,577 for the multiline pool, as of September 30, 2011. However, the Pool is contingently liable for those amounts in the event such companies are unable to pay their portion of the claims.

Unsecured Reinsurance Recoverables

The Pool has reinsurance recoverables in the amount of **\$0** from its reinsurers for paid losses as of September 30, 2011.

Reinsurance Recoverable in Dispute

The Pool does not have any disputed balances or uncollectible funds.

8. RETIREMENT PLAN

The employees are covered under multiple-employer, public employee retirement systems administered by the Utah Retirement Systems. This plan is noncontributory and includes a 401(k) plan. The Pool contributes 13.37% of employee's salaries under the plan. The Pool contributes an amount equal to the amount contributed by the employee into a 401(k) plan and/or a 457 (administered by Nationwide Retirement Solutions) plan, not to exceed 5% of the employees eligible payroll. The total retirement expense for the Pool, for the current year, as of the quarter ending September 30, 2011, was \$34,099.

9. UNPAID CLAIMS, LOSSES AND LOSS ADJUSTMENT EXPENSES

Reserves for incurred losses and loss adjustment expenses attributable to insured events, as of September 30, 2011, has increased from the December 31, 2010 estimates by approximately

\$553,074, as a result of reestimation of unpaid losses and loss adjustment expenses. This change is the result of ongoing analysis of recent loss development trends. Original estimates change as additional information becomes known regarding individual claims.

	2011	2010
Beginning Balance	6,636,401	10,462,475
Incurred Loss:		
Current Year	2,677,500	2,876,044
Prior Year	(4,218,082)	(4,341,434)
Change in Total Incurred	(1,540,582)	(1,465,390)
Paid:		
Current Year	476,658	584,493
Prior Year	(2,570,314)	1,776,191
Total Paid	(2,093,656)	2,360,684
Balance at September 30	7,189,475	6,636,401

10. OPERATING LEASE COMMITMENT

On September 4, 2008, the Pool entered into a seven year commitment to lease office space. The lease commenced in February 2009 at which time the Pool occupied the premises. The Pool paid **\$97,092** under the lease commitment, for the current year, as of the quarter ending September 30, 2011. Future minimum rental commitments for the building operating lease are as follows:

Total minumim lease payments	\$ 708,634
Thereafter	24,262
2015	144,866
2014	140,680
2013	136,674
2012	132,696
2011	\$ 129,456

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FOURTH FIFTH AMENDED INTERLOCAL COOPERATION AGREEMENT

THIS IS THE FOURTH FIFTH AMENDED INTERLOCAL COOPERATION AGREEMENT, made and entered into by and between members of the Utah Counties Insurance Indemnity Pool, a political subdivision of the State of Utah, each of which hereby agrees to abide by the terms and conditions of this Amended Agreement and all actions taken pursuant hereto.

WITNESSETH:

WHEREAS, pursuant to the provisions of the Interlocal Cooperation Act, Utah Code Ann. §11-13-101 et. seq., 1953 as amended, the Governmental Immunity Act, § 63-30-1 et. seq., 1953 as amended, and the Utah Insurance Code, Utah Code Ann. § 31A-1-103, 1953 as amended, public agencies, including political subdivisions of the State of Utah as therein defined, are authorized to enter into written agreements with one another for joint or cooperative action to establish a public agency insurance mutual; and

WHEREAS, the governing bodies of counties located in the State of Utah, by entering into an Interlocal Cooperation Agreement, formed the Utah Association of Counties Insurance Mutual, which began operations on or about January 1, 1992, as a public agency insurance mutual: and

WHEREAS, the governing bodies of the Members of the Utah Association of Counties Insurance Mutual, on or about August, 21, 2003, amended the original Interlocal Cooperation Agreement, making various corrections and updating references; and

WHEREAS, the governing bodies of the Members of the Utah Association of Counties Insurance Mutual amended the Amended Interlocal Cooperation Agreement, on or about June 2, 2006, changing the name of the Utah Association of Counties Insurance Mutual to the Utah Counties Insurance Pool; and

WHEREAS, the governing bodies of the Members of the Utah Counties Insurance Pool amended the Amended Interlocal Cooperation Agreement, on or about January 22, 2008, making various corrections and updating references; and

WHEREAS, the governing bodies of the Members of the Utah Counties Insurance Pool now desire to amended the Amended Interlocal Cooperation Agreement, on or about December 3, 2010, by approving and adopting this the Fourth Amended Interlocal Cooperation Agreement; and

WHEREAS, the Members of the Utah Counties Insurance Pool approved the amendments to the Fourth Amended Interlocal Cooperation Agreement, on or about December 1, 2011, changing the name of the Utah Counties Insurance Pool to the Utah Counties Indemnity Pool; and

WHEREAS, the governing bodies of the Members of the Utah Counties Insurance Pool now desire to amend the Fourth Amended Interlocal Cooperation Agreement to implement the name change by approving and adopting this Fifth Amended Interlocal Cooperation Agreement;

NOW, THEREFORE, the parties do mutually agree as follows:

Section 1. EFFECTIVE DATE; DURATION.

This Fourth Amended Interlocal Cooperation Agreement shall become effective and shall enter into force, within the meaning of the Interlocal Cooperation Act, upon the submission of this Fourth Amended Interlocal Cooperation Agreement to, and the approval and execution hereof by resolution of the governing bodies of each of the parties. The term of this Fourth Amended Interlocal Cooperation Agreement shall be fifty (50) years, pursuant to Utah Code Ann. §11-13-204, 1953 as amended, unless renewed as permitted by law, or until earlier dissolved as provided herein.

Section 2. CREATION OF A SEPARATE LEGAL ENTITY.

The parties to this agreement through their respective governing bodies and pursuant to the provisions of Utah Code Ann. §11-13-203, 1953 as amended, hereby create a legal entity to be known as the Utah Counties Insurance Indemnity Pool to provide the services described herein.

Section 3. PURPOSES.

This Fourth Amended Interlocal Cooperation Agreement has been established and entered into between the members of the Utah Counties Insurance Indemnity Pool (herein referred to as the Pool) for the following purposes:

- 1. To comply with the Utah Interlocal Cooperation Act and other applicable laws of the State of Utah; and
- 2. To ratify the previous formation of a group-funded Pool to fund through joint self-insurance, reinsurance, excess insurance, or other lawful manner, certain liabilities of member Utah counties, as permitted by the Utah Insurance Code and determined by the Board, with the powers set forth in the Amended Bylaws of the Pool (herein referred to as the Amended Bylaws); and
- 3. To provide, through the Pool, certain claims and risk management services related to the liabilities so funded, and assist members in reducing and preventing such liabilities; and
- To provide other services and functions as permitted by law.

Section 4. MEMBERS.

- 1. Membership in the Pool is limited to Utah counties and such other governmental entities allowed under its Amended Bylaws.
- Members shall have such powers and authorities as provided herein and as set forth in the Amended Bylaws. Such powers shall include, but not be limited to:
 - a) Voluntarily dissolve the Pool, but only at a meeting at which a majority of all Members, whether present at the meeting or not, vote in favor of the dissolution.

b) Appoint or select members of the Pool Board of Trustees, in accordance with this Agreement, the Amended Bylaws and the Interlocal Cooperation Act.

Section 5. BOARD OF TRUSTEES.

The Pool shall be governed by a Board of Trustees. The Trustees shall have such powers and authorities as provided herein and as set forth in the Amended Bylaws.

- 1. The Board shall be comprised of thirteen persons in the following manner:
 - a) One Trustee, appointed by the governing body of Davis County, representing Davis County;
 - b) One Trustee, appointed by the governing body of Utah County, representing Utah County;
 - c) One Trustee, appointed by the governing body of Washington County, representing Washington County;
 - d) One Trustee, appointed by the governing body of Weber County, representing Weber County;
 - e) Two Trustees, elected by Member counties of the third class, representing counties of the third class;
 - f) One Trustee, elected by Member counties of the fourth class, representing counties of the fourth class;
 - g) One Trustee, elected by Member counties of the fifth and sixth class, representing counties of the fifth and sixth class;
 - h) Two Trustees, elected by all Member counties, representing all counties at large;
 - i) One Trustee, appointed by the Board, shall be a sheriff of a Member county, who serves as the Chair of the Law Enforcement Committee;
 - j) One Trustee, appointed by the Board, shall be the Chair of the Litigation Management Committee and;
 - k) One Trustee, appointed by the Board, shall be the Chair of the Personnel Committee.
 - i. Trustees serving pursuant to subsections (e)-(h) shall be designated as "Elected Trustees" and serve four-year overlapping terms.
 - ii. Trustees serving pursuant to subsections (a)-(d) shall serve at the pleasure of the governing bodies of the Member.

- iii. Trustees serving pursuant to subsections (i)-(k) shall serve for four-year terms and may be reappointed to subsequent terms by the Board.
- iv. A Trustee serving pursuant to subsection (i) shall serve a four-year term ending on December 31 in even numbered years between presidential elections.
- v. Trustees serving pursuant to subsections (j) and (k) shall serve fouryear terms ending on December 31 of presidential election years.
- 2. No person convicted of a felony may serve as a Trustee.
- 3. Each Trustee shall be an elected or appointed officer or an employee of a Member.
- 4. Election of Trustees shall take place at the annual Membership Meeting. Elected Trustees shall assume office at the first Board meeting of the calendar year following their election.
- 5. The Board of Trustees shall elect a Nominating Committee from its members. The Nominating Committee shall solicit nominations for available elected Trustee positions in accordance with the Amended Bylaws.
- 6. A vacancy shall occur on the Board when a Trustee:
 - a) Submits a written resignation to the Board; or
 - b) Dies; or
 - c) Is no longer an elected or appointed officer or employee of a Member; or
 - d) Fails to attend three consecutive regular meetings of the Board without the Board having excused such absences except that such additional absence or absences shall be excused for temporary mental or physical disability or illness; or
 - e) Is removed by the Members by a two-thirds vote of the Members present at a Membership Meeting; or
 - f) Is convicted of a felony; or
 - g) The Member of which the Trustee is an official or employee terminates their membership in the Pool.
- 7. Any vacancy in the position of an Elected Trustee may be filled by majority vote of the remaining Trustees until the next annual meeting of the Members, at which time the Members shall elect a person to fill the vacancy for the unexpired term.

- 8. Any vacancy in the position of an appointed Trustee under Article 5.1(a)-(d) shall be filled by appointment from the respective county and the Trustee shall serve for the remainder of the unexpired term. If the county is no longer a Member, the Trustee position shall revert to an at large position, adding to the number of such positions under Section 5.1(h), and be filled by a majority vote of the remaining Trustees until the next annual meeting of the Members, at which time the Members shall elect a person to fill the vacancy.
- 9. Any vacancy in the position of an appointed Trustee under Article 5.1(i)-(k) shall be filled by majority vote of the remaining Trustees and shall fill the unexpired term of the Trustee.
- 10. To the extent permitted by law, Trustees may be reimbursed for expenses incurred in the performance of their duties, as authorized by the Board.
- 11. Each Trustee must be a resident of the State of Utah.
- 12. The powers of the Board shall include, but not be limited to, the powers to:
 - a) Delegate, by resolution adopted at a meeting of the Trustees and specifically defined in the written minutes of the Trustees' meetings, authority for specific functions to the Chief Executive Officer, but only to the extent permitted by the laws of the State of Utah and the Amended Bylaws.
 - b) Establish Member contributions, including premiums and service fees, pursuant to guidelines adopted by the Board from time to time.
 - c) Serve as the policyholder of any group policies or plans.
 - d) Determine the methods of claim administration and payment; provide for claim experience for the Members collectively or separately; and establish claim procedures and conditions to be met prior to the payment or defense of a claim.
 - e) Jointly self-insure or obtain reinsurance or excess insurance (specific or aggregate), or any combination thereof, or otherwise provide for the funding of coverages and adopt and adjust coverages provided by or through the Pool, as the Board deems appropriate.
 - f) Establish employment policies for the employees of the Pool including but not limited to policies, salaries and benefits.
 - g) Provide for the administration of the moneys of the Pool, for the manner of payments to the Pool, and for payment of all expenses of the Pool; establish standards for the accountability of all receipts and disbursements of the Pool; and establish procedures for safekeeping, handling, and investing such monies received or paid.
 - h) Acquire, lease, hold, and dispose of real and personal property.

- i) Exercise the full power and authority of any Member of the Pool when requested to do so by the Member's governing body.
- j) Provide for necessary activities, and enter into contracts as necessary or appropriate to accomplish the purposes of the Pool.
- k) Do any act permitted by law and not in conflict with the Amended Interlocal Cooperation Agreement or the Amended Bylaws of the Pool.
- Provide for an independent audit of the financial statements and operations of the Pool, including claim handling procedures, handling of receipts and payments, investments, adequacy of reserves, compliance with financial reporting requirements and overall operations of the Pool, at such times as the Board may determine.
- m) Establish loss reduction, prevention and risk management policies, procedures, and requirements for Members of the Pool and provide risk management services and educational and other programs related to risk management.
- n) Create various Committees of the membership to assist in the oversight and operation of the Pool. The members of such Committees, including the chair, shall be appointed by the Board.
- o) Approve a list of attorneys or law firms authorized to represent Members in claims covered by or through the Pool.
- p) Obtain the services of agents, attorneys, brokers, consultants, employees, and service providers as necessary or appropriate for the operation of the Pool.
- q) Terminate a Member from the Pool as provided for in the Amended Bylaws.
- r) Create levels of membership within the Pool to provide for appropriate representation and control. Levels of membership may include, but are not limited to, voting and non-voting members and equity and non-equity members.
- s) Amend the Bylaws by a two-thirds vote of all Board members.
- t) Exercise all powers of the Pool except those powers reserved to the Members, and all powers necessary and proper for the operation of the Pool and implementation of the Pool, subject to the limits of the Agreement, the Amended Bylaws, and the Utah Code. The Board is responsible for all operations of the Pool.

Section 6. OFFICERS.

The Board of Trustees shall elect officers and establish the duties of officers of the Pool in accordance with Utah law and the Amended Bylaws.

Section 7. COMMITTEES.

The Board of Trustees may establish from time to time such committees of the Board as shall be deemed appropriate by said Board.

Section 8. MANNER OF FINANCING.

- 1. The Utah Counties <u>Insurance Indemnity</u> Pool shall be funded by contributions in the form of premiums or service fees, from the Members:
 - a) The amount of such contributions including any interest penalty thereon shall be established by the Board of Trustees.
 - b) Premiums established by the Board may be audited and additional premium charged based on the rate used to establish the original premium.
 - c) The Board may not charge assessments to the Members.
- 2. All monies of the Pool, and earnings thereon, shall be held in the name of and for the use and benefit of the Pool.
- 3. The Board of Trustees shall prepare an annual budget consistent with Utah Code Ann. 17A-1-408 et. seq., as amended.

Section 9. PROPERTY USED IN COOPERATIVE UNDERTAKING.

- 1. Any real or personal property acquired, held, and used pursuant to this cooperative undertaking shall be administered and controlled by the Board of Trustees established in Section 5 hereof. Any disposition of said real or personal property shall also be administered and controlled by said Board of Trustees, pursuant to the terms of this Agreement.
- 2. The provisions of this Agreement and the assets of the Pool are for the benefit of the Members of the Pool only, and no other persons or entities shall have any rights or interest in this Agreement or in any of the other documents referred to herein or in any such assets, as a third party beneficiary or otherwise. The assets of the Pool shall not be subject to attachment, garnishment, or any equitable proceeding.
- 3. In the event of a voluntary dissolution of the Pool, as provided in Section 4 hereof, the property of the Pool not used or needed for the purposes of the Pool, including its contractual obligations, shall be distributed, as determined by the Board, only to Utah counties which are Members of the Pool at the time of dissolution. Such dissolution shall be handled as provided in Section 12.

Section 10. ADDITION OF OTHER MEMBERS.

Other governmental entities may become parties to this Amended Interlocal

Cooperation Agreement, subject to the approval of the Board of Trustees, by executing an Addendum to this Agreement.

- 1. In order for a governmental entity to be added to this Agreement by Addendum, the Addendum must be:
- a) Approved by the governing body of the governmental entity to be added;
 and
 - b) Reviewed as to form and compliance with applicable law by the attorney for the governmental entity to be added.
- 3. Prior to becoming effective, this Amended Interlocal Cooperation Agreement and the Addendum shall be filed with the person who keeps the records of the public agency being added to this Agreement.

Section 11. WITHDRAWAL AND TERMINATION.

- Any Member may withdraw their participation in a line of coverage of the 1. Pool, but only at the end of a Pool fiscal year after giving the Board timely written notice of such withdrawal, pursuant to a resolution of the Member's governing body. Timely written notice of such withdrawal must be provided to the Board no later than 120 days prior to the Member's intended date of withdrawal. The Board shall consider a timely written notice of withdrawal to be a final decision unless the notice is rescinded by the Member no later than 90 days prior to the Member's intended date of withdrawal. The Board may, by a three-fourths vote and at its sole discretion, agree to permit an earlier date of withdrawal. A Member withdrawn from a line of coverage shall lose any voting rights inured as a result of participation in that line of coverage and any claim of title or interest to any asset of the Pool resulting from that line of business upon the effective date of that withdrawal with the exception of the right to payment of claims which occurred prior to withdrawal, or in the case of "claims made" coverage, the payment of claims made within the claims made reporting period adopted by the Board and in effect at the time of withdrawal.
- 2. Any member may terminate its membership in the Pool, but only at the end of a Pool fiscal year, after giving the Board timely written notice of such termination, pursuant to a resolution of the Member's governing body. Timely written notice of such termination must be provided to the Board no later than 120 days prior to the Member's intended date of termination. The Board shall consider a timely written notice of termination to be a final decision unless the notice is rescinded by the Member at least 90 days prior to the Member's intended date of termination. A terminating Member shall lose all voting rights and any claim of title or interest to any asset of the Pool upon the effective date of termination with the exception of the right to payment of claims which occurred prior to termination, or in the case of "claims made" coverage, the payment of claims made within the claims made reporting period adopted by the Board and in effect at the time of termination.

Section 12. DISSOLUTION AND DISPOSITION OF PROPERTY.

The Pool may be dissolved by a majority of the entire Membership voting in favor of dissolution at a Membership Meeting. In the event of voluntary dissolution of the Pool, the assets of the Pool not used or needed for the purposes of the Pool, including its contractual obligations shall be distributed, as determined by the Board, only to Utah counties, which are Members of the Pool at the time of dissolution. The Members of the Pool at the time the vote is held to dissolve the Pool shall continue to be considered Members of the Pool until the final disposition of property and dissolution of the Pool is complete.

Upon partial or complete dissolution of the Pool by the Members, the Trustees shall determine all other matters relating to the disposition of property and dissolution of the Pool by a two-thirds vote of all Trustees.

Each member's interest in the property of the Pool shall be calculated as follows:

- 1. The sum of the contributions for all fund years for which the Member was a participant in the Pool divided by all contributions received by the Pool during its life, is the ratio used to calculate interest in Pool property other than equity, which is defined for these purposes as cash or cash equivalent assets of the Pool.
- 2. For equity calculation, the ratio of each Member's contributions to the total contributions shall be computed for each fund year. The Member's contribution ratio shall then be multiplied by the total surplus, less any borrowed surplus, attributable to a fund year as stated in the most recent monthly financial statement. A Member's total equity will be the sum of the yearly amounts for each fund year for which that Member was a participating Member in the Pool.
- 3. In the event that the surplus amount is a negative number, a Member's equity will be decreased using the same method of calculation as above.
- 4. In the event of a termination of membership, the terminated Member shall lose and have no claim to any Pool property or assets. The property interest and equity formerly attributed to that Member for each fund year shall be allocated to the remaining counties that were Members during that year.

The Board shall serve as trustees for the disposition of property or funds, payment of obligations, dissolution and winding up of the affairs of the Pool. Any vacancy on the Board after dissolution has begun shall be filled in accordance with the Bylaws.

Section 13. INDEMNIFICATION.

It is the intent of the Pool to provide the broadest possible immunity from personal liability to each trustee, officer, and employee of the Pool allowed by applicable laws of the State of Utah including, but not limited to, the Utah Governmental Immunity Act, the Utah Non-Profit Corporation and Co-operative Association Act and the Utah Insurance

Code, as amended from time to time. The Pool shall defend and indemnify the trustees, officers and employees of the Pool against any and all expense, including attorney fees and liability expenses, sustained by them or any of them in connection with any suit or suits which may be brought against them involving or pertaining to any of their acts or duties to the fullest extent allowed by the laws of the State of Utah.

The Pool shall purchase liability or other appropriate insurance providing coverage for the trustees, officers and employees of the Pool. Nothing herein shall be deemed to prevent compromises of any litigation where the compromise is deemed advisable in order to prevent greater expense or cost in the defense or prosecution of such litigation.

Neither this Fourth Amended Interlocal Cooperation Agreement nor any action of the governing body of a county in adopting this Fourth Amended Interlocal Cooperation Agreement is intended to nor do they waive, nor shall they be construed as waiving, any immunity or limitation on liability provided to the Members or their officers or employees by any law, including but not limited to any such immunity or limitation appearing in the Utah Governmental Immunity Act, and amendments thereto.

Section 14. FILING OF INTERLOCAL COOPERATION AGREEMENT.

Executed copies of this Fourth Amended Interlocal Cooperation Agreement shall be placed on file in the office of the County Clerk of each of the Members to this Fourth Amended Interlocal Agreement, and shall remain on file for public inspection during the term of this Fourth Amended Interlocal Cooperation Agreement.

Section 15. JOINT AND SEVERAL LIABILITY.

Except as provided herein, and to the extent of the financial contributions to the Pool agreed to herein or such additional obligations as may come about through amendments to this agreement or the Bylaws, no Member agrees or contracts herein to be held responsible for any claims made against any other Member. The contracting parties intend in the creation of the Pool to establish an organization to operate only within the scope herein set out and have not herein created as between Member and Member any relationship of partnership, surety, indemnification, or responsibility for the debts of or claims against any other Member.

Section 16. AMENDMENTS.

This Fourth Amended Interlocal Cooperation Agreement may not be amended, changed, modified or altered except by an instrument in writing which shall be (a) approved by resolution of the governing body of each of the parties, (b) executed by a duly authorized official of each of the parties, (c) submitted to and reviewed by an authorized Attorney of each of the parties, as required by Utah Code Ann. §11-13-202.5(3), 1953 as amended, and (d) filed in the official records of each party.

Section 17. SEVERABILITY.

If any term or provision of the Fourth Amended Interlocal Cooperation Agreement or the application thereof shall to any extent be invalid or unenforceable, the remainder of this Fourth Amended Interlocal Cooperation Agreement, or the application of such term or provision to circumstances other than those with respect to which it is invalid or unenforceable, shall not be affected thereby, and shall be enforced to the extent permitted by law. To the extent permitted by applicable law, the parties hereby waive any provision of law, which would render any of the terms of this Fourth Amended Interlocal Cooperation Agreement unenforceable.

Section 18. GOVERNING LAW.

By:

All questions with respect to the construction of this Fourth Amended Interlocal Cooperation Agreement, and the rights and liability of the parties hereto, shall be governed by the laws of the State of Utah.

Section 19. EXECUTION BY COUNTERPART.

«ATTORNEY», Attorney, «COUNTY»

This Fourth Amended Interlocal Cooperation Agreement may be executed in counterparts. The original of each executed Fourth Amended Interlocal Cooperation Agreement shall be filed with the Pool.

IN WITNESS WHEREOF, the parties have signed and executed this Fourth Amended Interlocal Cooperation Agreement, after resolutions duly and lawfully passed, on the dates listed below:

Dated this _____ day of _____, 20___.

WCOUNTY» «FORM»

By:_____ «CHAIR», «FORM» Chair, «COUNTY»

ATTEST:

By:____ «CLERK», «COUNTY»

REVIEWED AND FOUND TO BE IN PROPER FORM AND COMPLIANCE WITH APPLICABLE LAW.

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UTAH COUNTIES INSURANCE POOL

LIABILITY COVERAGES

COMPARISON OF EXPECTED LOSSES RETAINED TO PREMIUM SAVINGS

							Adjusted fo	r Exposure
		Develop	Exposure	Amount	Amount			
Policy	Excess	Excess	Excess	\$50,000 XS	\$50,000 XS	Trend	\$50,000 XS	\$50,000 XS
Period	\$250,000	\$300,000	\$350,000	\$250,000	_\$300,000	Factor	\$250,000	\$300,000
1/1-12/31/03	\$1,131,859	\$ 981,859	\$ 831,859	\$ 150,000	\$ 150,000	1.346	\$ 201,900	\$201,900
1/1-12/31/04	1,300,950	1,100,950	935,857	200,000	165,093	1.227	245,400	202,569
1/1-12/31/05	612,047	512,047	412,047	100,000	100,000	1.105	110,500	110,500
1/1-12/31/06	4,092,139	3,942,139	3,792,139	150,000	150,000	1.034	155,100	155,100
1/1-12/31/07	91,877	19,620	0	72,257	19,620	1.096	79,194	21,504
1/1-12/31/08	341,737	234,415	148,751	107,322	85,664	1.043	111,937	89,348
1/1-12/31/09	185,408	85,408	20,491	100,000	64,917	1.023	102,300	66,410
1/1-12/31/10	15,197	0	0	15,197	0	1.025	15,577	0
Total	\$7,771,214	\$6,876,438	\$6,141,144	\$ 894,776	\$ 735,294		\$1,021,908	\$847,331
						Average	\$ 127,739	\$105,916
				Av	erage Excluding	High and Low	126,822	107,460
					Selected Lo	sses in Layer	\$ 130,000	\$110,000
					Premi	um Difference	\$ 138,042	\$107,594
						Savings	\$ 8,042	(\$ 2,406)

AFFIDAVIT OF KAY BLACKWELL

STATE OF U	*
COUNTY OF	SALT LAKE)
Kay Bla	ckwell, being duly sworn upon oath, deposes and says:
1.	That the affiant has personal knowledge of the matters hereinafter referred to in this Affidavit.
2.	That the Affiant, on or about the <u>17</u> day of <u>November</u> , 2011, presided over a meeting of
the Utah Counties	s Insurance Pool Board of Trustees, an open and public meeting within the provisions of Chapter 4, Title 52,
Utah Code Annot	ated, 1953, as amended.
3.	That a quorum of the Utah Counties Insurance Pool Board of Trustees was present and at least two-thirds of
the members pres	ent, voted to close the meeting pursuant to the provisions of Section 52-4-4, Utah Code Annotated, 1953, as
amended, for the	purpose of discussing the character, professional competence, or physical or mental health of an individual.
4.	That the affiant was present throughout the meeting and, pursuant to the provisions of Section 52-4-7.5, the
affiant does hereb	by affirm that the sole purpose for closing the meeting was to discuss the character, professional competence,
or physical or me	ntal health of an individual or individuals.
FURTH	ER, Affiant saith not.
DATED	this 17 day of November, 2011. KAY BLACKWELL, President Utah Counties Insurance Pool
On the	day of November 2011, personally appeared before me Kay Blackwell, who, after being by me
duly sworn, depo	sed and said that the information contained in the above and foregoing Affidavit is true and correct.
	Canyouhife NOTARY PUBLIC
	My Commission Expires: April 18, 2014
	SONYA WHITE Notary Public, State of Utah Commission #563596 My Commission Expires April 18, 2014

Your Invitation

Utah Counties Insurance Pool

Annual Membership Meeting

DECEMBER 1, 2011

11:30 am - 4:30 pm

THANKSGIVING POINT

3003 North Thanksgiving Way, Lehi

11:30 am

Holiday Lunch, Rose Room, Restaurant Building

1:00 pm

Meeting, Amber Room, Dinosaur Museum

Welcome

Member Roll Call

Introduction of Trustees and Staff

Approval of December 2010 Minutes

Approval to Execute Fifth Amended Interlocal Cooperation Agreement

Introduction of Trustee Nominations

Speeches by Nominees

Ballot Election for 2012 Board of Trustees

Treasurer's Report

Loss Control Manager's Report

Chief Executive Officer's Report

President's Report

Goals for the Future (open discussion)

Election Results





PO Box 95730, South Jordan, UT 84095 801-307-2113, www.ucip.utah.gov

Registration is free for Members. Please register for this event no later than **November 23** by completing the information below and *submit by email* or *print* and fax to: 801-568-0495. If you need to cancel your registration email: sonya@ucip.utah.gov

Registration Information	Print Form Submit by Email
Name	Title
County	Phone
Email	Guest
Number Attending Holiday Lunch	I will attend the Membership Meeting

Orchids Restaurant & Conference Center

850 South Bluff Street St. George, UT 84770

Phone: (435) 628-4235 Fax: (435) 628-8157

SALES/CATERING CONTRACT

Tentative Order

Booked: 11/9/2011

Revised: 11/10/2011

Client/Organization Event Date Utah Counties Insurance Pool 11/17/2011 (Thu)		Telephone (801) 307-2113	Fax () -	Folio # ms-nov
Address		Booking Contact	Site Contact	Event #
PO Box 95730, South Jordan, UT 84095		Sonya White	Sonya White	E09098
Party Name	Guests	Sales Rep	Theme	
Utah Counties Insurance Pool	20 (Pln)	Davi Marie Gadd	Dinner	

			ROOM SETUP			
Banquet Room	Setup Style	Start	End	Arrival	Departure	Guest Cnt
Sabra G	U-Shape	6:00 pm	9:00 pm	5:30		20 (Pln)

Setup Notes

*U-shape for 20 people, final guest count TBA. Standing podium with microphone if needed, screen with AV cart if needed.*Guests will order off a shorten menu, meeting will be after dinner.

^{**}Please specify any additional AV equipment or set up needs.**

FOOI	D/SERVICE ITEMS	KATHAN TA	原理 医
Food/Service Items	Price	Qty	Total
room rental	75.00	1	75.00
6:00pm Dinner served plate	35.00	20	700.00
Appetizer Sampler Platters			
Fresh Garden Green Salad with house dressing			
Entree choices:			
Chicken Carver with sage & cranberries			
Chateaubriand (cut for one)			
Blackened Fresh Alaskan Salmon			
Filet Mignon			
Mashed Potatoes			
Vegetable Medley			
Fresh Bread			
Chocolate Ribbon Cake			
Soft Drinks or Coffee			

COMMENTS

A signed contract and credit card information on file is required to guarantee event space, please make any changes or corrections, sign and return.

Your menu selections are due two weeks before event. You must call in your final guest guarantee count two days before event.

Your final bill is due at the end of your function payable at the Sales Office or the Hostess station Orchids Restaurant.



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TERMS AND CONDITIONS

A final guarantee of the attendance at any catering function must be received 48 hours in advance. Guarantees for a Monday or Tuesday function must be received by 12:00 noon on the preceding Friday. If no guarantee is received, Orchids will prepare and charge for the number of persons estimated at the time of contract. If attendance falls below the guaranteed number, the customer will be charged for the guaranteed amount. Once the 48 hour point has passed a guarantee may not be lowered. Orchids will set for 10% over the guaranteed number. Menu selections need to be called in 2 week in advance. Orchids reserves the right to move functions to other meeting/banquet rooms other than those appearing on the catering contract without prior notification. The Mezzanine meeting room is upstairs and is not wheelchair accessible.

We do not allow any outside food or beverage of any kind to be brought into the ballroom at anytime, if outside food is brought into the ballroom a penalty fee will be added on to your invoice.

The amounts listed above are estimates only of the food functions chosen to date. The final balance will be determined upon selection of all menus and final details. Menu prices are subject to change until all menu selections are finalized. A Credit Card is required on file to guarantee event. A \$25.00 fee will be incurred for any additional setup per room on the day of the event. All food and beverage is subject to a 20% service charge and applicable sales tax. A \$100.00 cancellation fee will be incurred for any cancellation with in 7 days of the event. Payment is due upon completion of the entire event unless prior credit arrangements have been made with Orchids Restaurant. All Direct Bill accounts must be approved in advance of the functions and are due within 10 days of the end of the event or an additional 5% fee of the total will be added. If payment has not been received within 15 days of the end of event for all approved direct bill accounts, the credit card on file will be charged for the total amount due, plus any additional fees.

I have read the above contract and Orchids Restaurant Catering Policies and Procedures for this contract and agree to the terms and conditions as well as any terms an conditions on any contract addendum's which I may sign.

Sales Representative:	Date:
Client: 2014016h	Date: 11/4/11
Client Print Name:	· ·

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CREDIT CARD AUTHORIZATION RELEASE FORM

Organization Name:	Utah Counties Insuranc	e Pool (UCIP)		
Billing Address:	PO Box 95730			
City	South Jordan	State <u>L</u>	JT Zip _	84095-0730
Street Address:(No F	PO Boxes are acceptable for stre	eet address)	2 	
City			State	Zip
Phone #: (<u>801</u>) _ <i>Area Code</i>	307-2113 Number	Fax #: (<u>801</u> Area Cod) <u>568-04</u>	495 Number
the above organization's curr	, authorize Orchids rent and future purchases and a dentified below, including renew	bsolutely & unconditio	on Center to char nally guarantee p	ge the following credit card(s) for payment for any purchases made
Signature Signature	Title	Manager	Date	11/09/11
	CREDIT CA	ARD INFORMATION	<u>ON</u>	
Cardholder's Full Name	e: Sonya J White U	JCIP		
Corporate Name (if bus	siness card): <u>Utah Co</u>	ounties Insurance	Pool	
Cardholder's Billing Ad	dress: <u>PO Box 95730</u>			
City South Jordan			State <u>UT</u>	Zip <u>84095-0730</u>
Phone #: (<u>801</u>) _ Area Code	307-2113 Number	Fax #: (<u>801</u> Area Cod)568-04	495 Number
Type of Credit Card: (C	ircle One)			
DISCO	OVER VISA	MASTER	RCARD	AMEX
Credit Card Account No	umber: <u>4856200202073</u>	3675		
Expiration Date:	09/13			
Cardholder's Signature	: SanyaWhife	2	Date: 11/14/	11

Orchids Restaurant & Conference = Center 850 South Bluff Street St. George, UT 84770

Dear Sonya:

Thank you for selecting the Lexington Hotel = & Orchids Restaurant & Conference Center as the host for your = Thursday, November 17, 2011 Dinner/meeting. = We look forward to having you in St. George at the Lexington Hotel = & Orchids Restaurant and will make every effort to insure that your = event planned with us will be an enjoyable one. =

Enclosed you will find our Catering Contract = outlining your requirements as we have discussed them. Please take = a moment and carefully review the contract. If there are any = changes or corrections, it is important that you make a note of these at = this time.

Please sign and date the contract and return = a copy to us along with your credit card information by Friday November = 11, 2011. We will be happy to finalize your plans at any time. = We look forward to working with you.

Sincerely,

Davi Marie Gadd Director of Sales & Catering

Stella Hawley Sales & Catering

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UTAH COUNTIES INSURANCE POOL

BOARD OF TRUSTEES MEETING

Thursday, October 20, 2011, 12:00 p.m. UCIP Offices, 10980 S. Jordan Gateway, South Jordan, UT

AGENDA

Lunch Provided

12:00

12.00	Edititi Frovided	
12:30	Call to Order	Kay Blackwell
ITEM		,
1	Review/Excuse Board Members Absent	Kay Blackwell
2	Review/Approve September 15, 2011 Meeting Minutes	Steve Wall
3	Ratification and Approval of Payments and Credit Card Transactions	Steve Wall
4	Review/Approve Transfer of Funds to Investment Portfolio	Johnnie Miller
5	Ratify Section 5.2 of the Bylaws Regarding Per Diem Reimbursement	Johnnie Miller
6	Review/Approve Membership Qualifications	Johnnie Miller
7	Review/Approve Entity Name Change	Johnnie Miller
8	Review/Approve Entity Re-Branding	Johnnie Miller
9	Set Date and Time for Closed Meeting to Discuss Character, Professional Competence, Physical/Mental Health of an Individual	Kay Blackwell
10	Action on Personnel Matters	Kay Blackwell
11	Set Date and Time for Closed Meeting to Discuss Pending or Reasonably Imminent Litigation	Kay Blackwell
12	Action on Litigation Matters	Kent Sundberg
13	Chief Executive Officer's Report	Johnnie Miller
14	Other Business	Kay Blackwell

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BOARD OF TRUSTEES MEETING MINUTES

October 20, 2011, 12:00 pm UCIP Offices, South Jordan, UT

BOARD MEMBERS PRESENT

Kay Blackwell, President, Piute County Commissioner

Jim Eardley, Vice President, Washington County Commissioner

Steve Wall, Secretary-Treasurer, Sevier County Clerk/Auditor Gary Anderson, Utah County Commissioner

Craig Dearden, Weber County Commissioner

Marilyn Gillette, Tooele County Clerk

Brad Dee, Weber County Human Resources Director

Jerry Hurst, Tooele County Commissioner Bret Millburn, Davis County Commissioner Cameron Noel, Beaver County Sheriff

Kent Sundberg, Utah County Deputy Attorney

BOARD MEMBERS ABSENT

Bruce Adams, San Juan County Commissioner

Karla Johnson, Kane County Clerk/Auditor

OTHERS PRESENT

Johnnie Miller, UCIP Chief Executive Officer Sonya White, UCIP Manager of Administration

Call to Order

Kay Blackwell called this meeting of the Utah Counties Insurance Pool Board of Trustees to order at 12:30 p.m. on October 20, 2011 and welcomed those in attendance.

Review/Excuse Board Members Absent

Gary Anderson made a motion to excuse Bruce Adams and Karla Johnson from this meeting. Jim Eardley seconded the motion, which passed unanimously.

Approve September 15, 2011 Meeting Minutes

The minutes, of the Board of Trustees meeting held September 15, 2011, were previously sent to the Board Members for review (see attachment number one). Steve Wall made a motion to approve the September 15, 2011 meeting minutes as written. Marilyn Gillette seconded the motion, which passed unanimously.

Ratification and Approval of Payments and Credit Card Transactions

Steve Wall reviewed the payments made, payments to be made (see attachment number two) and credit card transactions with the Board. Steve Wall made a motion to approve the payments made, payments to be made and credit card transactions. Gary Anderson seconded the motion, which passed unanimously.

Review/Approve Transfer of Funds to Investment Portfolio

Johnnie Miller reported that the safe keeping account has been opened and ready for UCIP to transfer funds for Zions Investment Advisors to begin looking at qualified investments for the Pool. Johnnie and Sonya White attended the AGRIP Investment Workshop where one of the sessions explained the analysis of cash flow to determine the ratio of funds to invest. In going through the process, Johnnie recommends \$2,000,000 of surplus be transferred for short-term investments with Zions Investment Advisors. Craig Dearden made a motion authorizing \$2,000,000 of surplus, currently being held at the Public Treasurers Investment Fund (PTIF), to be transferred into the safe keeping account, held at Zions Bank, for investment purposes.

Ratify Section 5.2 of the Bylaws Regarding Per Diem Reimbursement

Gary Anderson made a motion to ratify the decision of the Board, made at its September 15 Board Meeting, to amend the Bylaws, Section 5.2, to read: Trustees will be paid per diem for out-of-state meals and incidental expenses for each day of the training and travel day(s) pursuant to the full daily standard rates published by the Office of Government Policy, General Services Administration (see attachment number three). Marilyn Gillette seconded the motion, which passed unanimously.

Review/Approve Membership Qualifications

Johnnie Miller reported that several cities have contacted him for information about the Pool and interest in membership in the Pool. These cities explained they are not happy with the decision of their current carrier to change the Third-Party Administrator handling claims as well as the large premium increases they experience each year. The current Interlocal Cooperation Agreement, Section 4, reads: Membership in the Pool is limited to Utah counties and such other governmental entities allowed under its Amended Bylaws. The current Bylaws, Article 4, reads: Membership in the Pool is limited to Utah counties and county related entities that properly enter into the Agreement. Many pools across the United States cover county, city, special districts, school boards, transit authorities, etc. The Pool, at this time, is not in the business to market and expand its members to entities other than counties and county controlled entities. The Board will keep its current Membership Qualifications.

Review/Approve Entity Name Change

Pursuant to discussions at the Board's Strategic Planning sessions, Gary Anderson made a motion to change the entity name from Utah Counties Insurance Pool to Utah Counties Indemnity Pool. Jim Eardley seconded the motion, which passed unanimously.

Review/Approve Entity Logo Redesign

Johnnie Miller reported that Fluid Studio provided staff with several logo re-design options that were emailed to the Board for review. All agreed that there wasn't a new design that depicted the Pool better than the current logo. Johnnie explained that he and Sonya White will be meeting with the staff of Fluid Studio to discuss the direction the Pool wants to go as it heads into its twentieth year of service.

Set Date and Time for Closed Meeting

Jim Eardley made a motion to Set Date and Time for a Closed Meeting to Discuss Character, Professional Competence, Physical/Mental Health of an Individual for 1:25 p.m. on October 20, 2011. Craig Dearden seconded the motion, which passed unanimously. Board Members present at the closed meeting were: Kay Blackwell, Jim Eardley, Steve Wall, Gary Anderson, Craig

Dearden, Brad Dee, Marilyn Gillette, Jerry Hurst, Bret Millburn, Cameron Noel and Kent Sundberg. Also present were: Johnnie Miller and Sonya White.

The regular meeting resumed at 2:00 p.m. on October 20, 2011.

Action on Personnel Matters

Marilyn Gillette made a motion to strike agenda item: *Action on Personnel Matters*. Craig Dearden seconded the motion, which passed unanimously.

Set Date and Time for Closed Meeting

Gary Anderson made a motion to Set Date and Time for a Closed Meeting to Discuss Pending or Reasonably Imminent Litigation for 2:00 p.m. on October 20, 2011. Jerry Hurst seconded the motion, which passed unanimously. Board Members present at the closed meeting were: Kay Blackwell, Jim Eardley, Steve Wall, Gary Anderson, Craig Dearden, Brad Dee, Marilyn Gillette, Jerry Hurst, Bret Millburn, Cameron Noel and Kent Sundberg. Also present were: Johnnie Miller and Sonya White.

The regular meeting resumed at 2:10 p.m. on October 20, 2011.

Action on Litigation Matters

Kent Sundberg made a motion to add Dan McDonald, Smith Hartvigsen, to the approved defense attorney list. Jim Eardley seconded the motion, which passed unanimously.

Kent Sundberg made a motion to approve the rate increase requested by Jesse Trentadue, Suitter Axland. Jerry Hurst seconded the motion, which passed unanimously.

Chief Executive Officer's Report

Johnnie Miller reported that he and Mark Brady attended the Sheriff's Association Annual Conference in St. George and the USACCC Fall Conference in Midway. UCIP staff gave presentations and received a lot of positive feedback. Johnnie attended the County Reinsurance Limited Annual Board Meeting in Vermont where it was reported that losses on investments in 2008 have been earned back and initial indications are that rates will not increase for 2012. Johnnie and Sonya White attended AGRIP's first Investment Workshop in Texas. Johnnie and Pam Ayala, Tooele County Personnel Director, attended the Workers Compensation Fund's Advisory Council meeting where it was reported that rates may increase only one percent for 2012 even though medical expense have increased seven percent.

Other Business

The next meeting of the Board of Trustees is scheduled for November 17, 2011 at 6:00 p.m. in St. George, Utah.

Approved on this 17 thay of November 2011

ceve wang secretary, rreusurer

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CREDIT CARD AUTHORIZATION RELEASE FORM

Organization Name:	Utah Counties Insurance	Pool (UCIP)		
	PO Box 95730			
	South Jordan			
	O Boxes are acceptable for street			
(No P	O Boxes are acceptable for street	t address)		
City			State	Zip
	307-2113 Number			
I, <u>Sonya White</u> the above organization's curre with the credit card account id	, authorize Orchids Rent and future purchases and absolutified below, including renewed	estaurant Conventio olutely & unconditior cards.	n Center to charo nally guarantee p	ge the following credit card(s) fo ayment for any purchases mad
Consumal Vaila		anager		11/09/11
0	Title		Date	
	CREDIT CAR	<u>D INFORMATIO</u>	<u>DN</u>	
Cardholder's Full Name:	Sonya J White UC	IP		
	ness card): <u>Utah Cour</u>			
	ress: PO Box 95730			
Phone #: (<u>801</u>)	307-2113 Number	Fax #: (<u>801</u>)568-049	95 Number
Type of Credit Card: (Circ			•	idingo,
DISCOV	ER VISA	MASTERO	CARD	AMEX
Credit Card Account Nun	nber: <u>485620020207367</u>	5		
Expiration Date:	09/13			
Cardholder's Signature: _	SanyaWhite	D	ate: <u>11/09/1</u>	

Trustees positions. Any elected official of a Member or any Trustee may nominate eligible persons to run for available elected Trustee positions. Nominations will be received at the Pool office no later than 30 days prior to the meeting at which the election is scheduled. The Pool will verify that each nominee is willing to serve if elected before forwarding the nominations to the Nominating Committee. The Nominating Committee shall review the nominations and select by a majority vote not more than three names to be placed on the ballot for each available elected Trustee position. A person may not be nominated and placed on the ballot for more than one available elected Trustee position. In the event that no nominations are received for one or more available elected Trustee positions, the President of the Board of Trustees can solicit nominations from the floor on the following conditions:

- The nominee is eligible to serve as a Trustee in accordance with Sectionsand 5.3 of the Agreement; and
- ii. The nominee, if present, expresses a willingness to serve, or, if not present, the Pool has verified that the nominee has expressed in writing a willingness to serve.
- (i) Adopt and maintain an investment policy as an addendum to these bylaws to state the manner in which funds of the Pool may be invested.
- (j) Adopt and maintain a Coverage Addendum as an addendum to these bylaws to state the manner in which Members will be indemnified from the assets of the Pool.
- (k) Exercise their responsibility to the Pool and Member counties in the following way:
 - First, to the mission of the Pool, to maintain financial and managerial integrity, and to serve all counties fairly;
 - ii. Second, to express the needs and concerns of the counties that Board Member represents.
- Members of the Board of Trustees will be reimbursed for reasonable and approved expenses incurred in attending Board meetings and in otherwise carrying out their responsibilities. UCIP will reimburse Trustees for in-state travel by private vehicle at the rate allowed by the Internal Revenue Service at the time of travel, as well as for lodging and meals at actual cost, within the guidelines for travel and expense reimbursement adopted by the State of Utah Department of Finance. For Trustees attending out-of-state conferences and business meetings as approved by the Board UCIP will pay directly the registration, airfare and lodging expenses for the dates of the conference or meeting and up to two travel days for Trustees arranging travel through the UCIP office. Trustees will be paid per diem for out-of-state meals and incidental expenses for each day of the training and travel day(s) pursuant to the <u>full daily standard</u> rates published by the Office of Government Policy, General Services Administration. Trustees will also be compensated for necessary transportation expenses between the airport and lodging.

Receipts for airfare, lodging and necessary transportation, paid by the Trustee, are required for reimbursement. A written statement by the Trustee will be required in place of a lost receipt. Reimbursement is made based on the least expensive reasonable method of travel. Expenses for spouses who accompany Trustees to UCIP meetings or to approved out-of-state training are the responsibility of the Trustee. UCIP will invoice Trustees for any spouse expenses paid by UCIP. However, there will be no charge for spouses attending business meals hosted by the Chief Executive Officer. Requests for reimbursement shall be submitted within 60 days of completion of a trip.

ARTICLE 6. Officers, Meetings, Procedures.

- The principal offices of the Board shall be: president, vice-president and secretary-treasurer. The principal offices shall be held by three separate natural persons. Officers shall be elected by and from among the Trustees, at the first Board meeting following each annual meeting of the Members. The Board shall establish the powers and duties of each officer, consistent with these Bylaws, and the Agreement. All Members of the Board shall have full voting rights. The president shall preside over meetings of the Board and of the Members and shall perform such other duties as may be prescribed from time to time by the Board and the Members. The vice-president shall exercise the powers of the president in the absence of the president and vice-president.
- The Board shall fix the date, time and place of regular meetings that are scheduled in advance over the course of a year. Meetings may be called by the president, or by any five Members of the Board, by written notice mailed at least ten days in advance to all Trustees or by unanimously executed waiver of notice. Emergency meetings of the Board may be held to consider matters of an emergency or urgent nature, after an attempt has been made to notify all Board Members and a majority votes in the affirmative to hold the meeting. Notice, including public notice, of all meetings and the agenda shall comply with applicable laws of the State of Utah.
- 6.3 Seven Trustees shall constitute a quorum to do business. All actions of the Board shall require a quorum and a majority vote of the Trustees present, except where a different vote is required by these Bylaws.
- 6.4 The Board shall adopt such policies and procedures as it deems necessary or desirable for the conduct of its business.
- Any or all Trustees may participate in any meeting of the Board by means of a conference telephone or similar communications equipment by which all persons participating in the meeting can hear each other at the same time. Participation by such means shall constitute presence at the meeting.
- The Board shall establish its own rules of order that are not in conflict with the laws of the State of Utah, the Agreement, and other specific provisions of these Bylaws.
- 6.7 A Trustee's position may be declared vacant by official action of the Board of Trustees

Utah Counties Insurance Pool Payments September 16 - October 20, 2011

	-13,685.59 -12,282.79 -7,020.24 -4,398.02 -1,759.16 -2,115.34 -4,200.82 -1,292.25 -2,952.93 -163.17 -336.33 -205.35 -163.17 -336.33 -205.35 -100.00 -3,438.50 -100.00 -3,438.50 -100.00 -227.62 -2341.90 -181.00 -42,601.74 -665.10 -222.37 -625.27 -625.37 -625.27 -625.37 -625.00 -1,000.00 -1,000.00 -1,000.00 -235.50 -235.50 -235.50 -253.00
Memo	Created by Payroll Services on 09/28/2011 Correlated by Payroll Services on 09/28/2011 Confirmation Number:02580452829878324665000 EFT ACKNOWLEDGEMENT NUMBER: 2701673041337 Entity: 644013 EFT ACKNOWLEDGEMENT NUMBER: 2701687922977 Account Number: 4856 2002 0869 3567 Mileage Reimbursement Advisory Standards Recognition Application Fee 2012 VOID: Coverage Period: August 2011 Rovice Number: 579968974001 Invoice Number: 67799 Invoice Number: 96844 Invoice Number: 10-2011 Policy Number: 10-2011 Repense Reimbursement Expense Reimbursement
Name	QuickBooks Payroll Service QuickBooks Payroll Service Utah Retirement Systems United States Treasury Utah State Tax Commission Nationwide Retirement Solutions United States Treasury Wells Fargo Wells Fargo Steven Wall Karla Johnson Craig Dearden Jim Eardley Bruce Adams Kay Blackwell AGRIP Garden House of Cedar City PEHP-LTD Johnnie R. Miller Christensen & Jensen Office Depot PEHP-LTD Shaney M. Kelleher
Num	ONLINE ON
Date	9/29/2011 9/30/2011 9/30/2011 9/30/2011 9/30/2011 9/30/2011 9/30/2011 9/16/2011 9/16/2011 9/16/2011 9/16/2011 9/16/2011 9/16/2011 9/16/2011 9/16/2011 9/16/2011 9/27/2011 9/27/2011 9/27/2011 9/27/2011 10/1/2011 10/1/2011 10/7/2011 10/7/2011 10/7/2011 10/7/2011 10/1/2011 10/1/2011 10/1/2011 10/1/2011 10/1/2011 10/1/2011 10/1/2011 10/1/2011
Type	ML Expense Liability Check Liability Check Liability Check Liability Check Liability Check Bill Pmt -Check Bill Pmt -Check Bill Pmt -Check Check Check Check Check Check Check Bill Pmt -Check Bill Pmt -Check Bill Pmt -Check Bill Pmt -Check Check C

Utah Counties Insurance Pool Payments September 16 - October 20, 2011

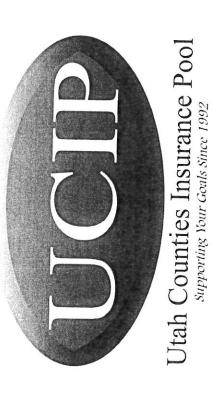
TOTAL	Total ML Expense	Check Check Check Check Bill Pmt -Check	Type
		10/20/2011 10/20/2011 10/20/2011 10/20/2011 10/20/2011 10/20/2011 10/20/2011 10/20/2011 10/20/2011	Date
		6148 6149 6150 6151 6152 6153 6154 6155	Num
		Johnnie R. Miller Korby M. Siggard Sonya J. White AGRIP Fluid Studio Omni Hotel at CNN Center Pitney Bowes Global Financial Servic Pitney Bowes Global Financial Servic	Name
		Expense Reimbursement Expense Reimbursement Expense Reimbursement Invoice Number: 11G-02861 Invoice Number: INV-9443 AGRIP UCIP Accomodations Invoice Number: 1528795-OT11 Lease Number: 1528795	Memo
	-145.186.07	-313.13 -552.32 -278.50 -4,395.00 -3,475.00 -5,106.00 -199.00 -17.01 -145,186.07	Amount

AFFIDAVIT OF KAY BLACKWELL

STATE OF UTAH)
COUNTY OF SALT LAKE	:ss)
Kay Blackwell, being duly sworn	upon oath, deposes and says:
	onal knowledge of the matters hereinafter referred to in this Affidavit.
	pout the 20 day of October , 2011, presided over a meeting of
	Trustees, an open and public meeting within the provisions of Chapter 4, Title 52,
Utah Code Annotated, 1953, as amended.	5 and provisions of Chapter 4, Thie 32,
	h Counties Insurance Pool Board of Trustees was present and at least two-thirds of
the members present, voted to close the med	eting pursuant to the provisions of Section 52-4-4, Utah Code Annotated, 1953, as
	character, professional competence, or physical or mental health of an individual.
4. That the affiant was prese	nt throughout the meeting and, pursuant to the provisions of Section 52-4-7.5, the
affiant does hereby affirm that the sole purp	ose for closing the meeting was to discuss the character, professional competence,
or physical or mental health of an individual	or individuals.
FURTHER, Affiant saith not.	
DATED this <u>20</u> day of	Lay Black
	KAY BLACKWELL, President Utah Counties Insurance Pool
On theday of	2011, personally appeared before me Kay Blackwell, who, after being by me
luly sworn, deposed and said that the inform	ation contained in the above and foregoing Affidavit is true and correct.
	MOTARY PUBLIC
	My Commission Expires:

SONYA WHITE
Notary Public, State of Utah
Commission #563596
My Commission Expires
April 18, 2014

		*	
			* *



Board of Trustees

October 20, 2011

Membership Qualifications

Section 4. MEMBERS.

1) Membership in the Pool is limited to Utah counties and such other governmental entities allowed under its Amended Bylaws.

ARTICLE 4. Members.

- Membership in the Pool is limited to Utah counties and county related entities that properly enter into the Agreement.
- conditions set out in the Agreement, these Bylaws and such additional conditions to the Pool after its formation only upon approval of the Board and subject to the Counties and county related entities, including former Members, may be admitted as the Board may from time to time require.





Entity Name Change

- Utah Counties Interlocal Pool
- Utah Counties Indemnity Pool
- Utah Counties Reserve Fund
- Public Agency Insurance Mutua
- Public Agency Reserve Fund

Brady, Mark 10/15/08 Annual Review 2% = \$80,540

Brown, Lisa 01/16/08 COLA 2% = \$38,438 Kelleher, Shaney 03/01/08 Market Adjustment 7% = \$35,360

Miller, Johnnie 11/15/09 Annual Review \$15,000 = \$142,440 Siggard, Korby 03/01/08 Annual Review 2% = \$70,756 White, Sonya 07/01/08 Annual Review 3% = \$60,254

Salary adjustment made in 2009 of 8%.

This adjustment was made to balance cuts made to benefits package.

2009 Benefit Changes:

- Health benefits from 100% to 90%
- 8.54% 401K to 5% match
- 4.3% 457 terminated



CEO Report

- Sheriff's Conference
- USACCC Conference
- CRL Member Meeting
- **AGRiP Investment Workshop**
- WCF Advisory Council

	*



Public Meeting Notice Admin

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Welcome to the Public Notice Website: Your central source for all public notice information in Utah

Notice Added Successfully View notice

Your notice has been created successfully.

Notice Title:

Board of Trustees Meeting

Government Type:

Special Districts

Entity:

Utah Counties Insurance Pool

Public Body Name:

Board of Trustees

Notice Subject:

County Government

Notice Type:

Meeting

Street Address:

10980 S. Jordan Gateway

Street Address continued:

City:

South Jordan

Zip:

84095

Start Date:

10/20/11 12:00 PM

End Date:

10/20/11 4:00 PM

Description / Agenda:

Lunch Provided

Call to Order

Review/Excuse Board Members Absent

Review/Approve September 15, 2011 Meeting Minutes

Ratification and Approval of Payments and Credit Card Transactions

Review/Approve Transfer of Funds to Investment Portfolio

Ratify Section 5.2 of the Bylaws Regarding Per Diem Reimbursement

Review/Approve Membership Qualifications

Review/Approve Entity Name Change

Review/Approve Entity Re-Branding

Set Date and Time for Closed Meeting

to Discuss Character, Professional Competence, Physical/Mental Health of an Individual

Action on Personnel Matters

Set Date and Time for Closed Meeting

to Discuss Pending or Reasonably Imminent Litigation

Action on Litigation Matters

Chief Executive Officer's Report

Other Business

ADA:

In compliance with the Americans with Disabilities Act, individuals needing special accommodations (including auxiliary communicative aids and services) during this meeting should notify Sonya White at the Utah Counties Insurance Pool, PO Box 760, Midvale, UT 84047, or call 800-339-4070, at least three days prior to the meeting.

Electronic Participation:

Any Member of the Utah Counties Insurance Pool Board of Trustees may participate telephonically.

Other:

Emergency Notice:

No

Send copy of notice to:

editor@sltrib.com

Attachments

There are attachments associated with this notice.

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